# Soo Line Railroad Company



Soo Line Building Box 530 Minneapolis, Minnesota 55440 (612) 337-7639

JEAN L. FINDORFF
Corporate Attorney

January 15, 1990

10330-B

0-017A127 JAN 17 1990-12 25 PM

INTERSTATE COMMERCE COMMISSION

Secretary
Interstate Commerce Commission
12th and Constitution Avenue N.W.
Washington, D.C. 20423

RE: Soo Line Railroad Equipment Trust of 1979
Primary Document Recordation No. 10330

Dear Secretary:

I have enclosed duly acknowledged duplicate originals of the document described below, to be recorded pursuant to Section 11303 of Title 49 of the U.S. Code.

This document is a Second Supplemental Lease of Railroad Equipment, a secondary document, dated as of January 15, 1990.

The primary document to which this is connected is recorded under Recordation No. 10330.

The names and addresses of the parties to the document are as follows:

Trustee and

Mercantile-Safe Deposit

Lessor:

and Trust Company

P.O. Box 2258

Baltimore, MD 21203

Lessee:

Soo Line Railroad Company

Soo Line Building

P.O. Box 530

Minneapolis, MN 55440

A description of the equipment covered by the document follows: One (1) 100-ton 4000 cu. ft. open top hopper car with rotary dump coupler, bearing Soo road number 62128.

A fee of \$15 is enclosed, in the form of a check payable to the Interstate Commerce Commission. Please return one original and any extra copies not needed by the Commission, bearing

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Interstate Commerce Commission Page Two January 15, 1990

appropriate recordation data, to Jean L. Findorff, Corporate Attorney, Soo Line Railroad Company, Suite 1000, Soo Line Building, P.O. Box 530, Minneapolis, MN 55440.

A short summary of the document to appear in the index as follows:

Second Supplemental Lease between Mercantile-Safe Deposit and Trust Company as Trustee under Soo Line Railroad Equipment Trust and Lease of 1979 (Recordation Number 10330), dated as of May 1, 1979, as amended, and Soo Line Railroad Company ("Lessee") dated as of January 15, 1990, and covering one (1) 100-ton 4000 cu. ft. open top hopper car with rotary dump coupler, bearing Soo road number 62128.

Thank you for your cooperation.

Very truly yours,

L. Findorff

JLF/ljb

Enclosures

cc: Law Department File 613

J. C. Miller

T. J. Bauer

R. Schreiber

JLFD.038

SECONDATION FOR 103 30 - 13

JAN 17 1990 -12 25 PM Interstate commerce commission

Executed Counterpart No.

# SOO LINE RAILROAD EQUIPMENT TRUST OF 1979

## SECOND SUPPLEMENTAL LEASE OF RAILROAD EQUIPMENT

SUPPLEMENTAL TO LEASE OF RAILROAD EQUIPMENT, dated as of May 1, 1979, between MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, a corporation duly organized and existing under the laws of the state of Maryland (hereinafter called the "Trustee"), party of the first part, and SOO LINE RAILROAD COMPANY, a corporation duly organized and existing under the laws of the State of Minnesota (hereinafter called the "Company"), party of the second part:

WHEREAS, by certain Agreement and Lease, each dated as of May 1, 1979, there was constituted Soo Line Railroad Equipment Trust of 1979; and whereas pursuant to the provisions of said Agreement, certain railroad equipment was transferred by G. J. Johnston and A. Palmer, Vendors, to the Trustee, and by said Lease, said railroad equipment was leased by the Trustee to the Company; and

WHEREAS, the said Lease in Article Seventh thereof makes provision for the replacement by the Company at its own cost of trust Equipment which may be lost or destroyed with new equipment of a specified kind, title to which shall be transferred to the Trustee and made a part of the Trust Equipment; and

WHEREAS, an additional replacement has been made by the Company and title thereto is now vested in the Trustee, and the Company and Trustee now desire to execute a Second Supplemental Lease as in said Article Seventh provided.

### NOW THIS AGREEMENT WITNESSETH:

The above-described Lease of Railroad Equipment, dated as of May 1, 1979, with the Agreement, dated as of May 1, 1979, thereto annexed, as supplemented by the Supplemental Lease dated as of May 24, 1983, constituting Soo Line Railroad Equipment Trust of 1979 is hereby supplemented as indicated in the next succeeding sentence, but in all other respects said Lease Agreement shall continue in full force and effect.

The Trustee, acting pursuant to Article Seventh of said Lease, for and in consideration of the sum of One Dollar to it paid by the Company at or before the execution and delivery hereof, the receipt of which is hereby acknowledged, and of the rents and covenants in said Lease mentioned to be paid, kept and performed by the Company, has let and leased and does hereby let and lease to the Company all of the following standard gauge railroad equipment in addition to the Trust Equipment now covered by Soo Line Railroad Equipment Trust of 1979 to wit:

One (1) 100-ton 4000 cu. ft. open top hopper car with rotary dump coupler, bearing Soo Line road number 62128.

This Supplemental Lease may be simultaneously executed in several counterparts, each of which shall be deemed to be an original, and such counterparts together shall constitute but one and the same instrument.

The Supplemental Lease shall inure to the benefit of and shall be binding upon the parties hereto and their respective successors and assigns.

IN WITNESS WHEREOF, the Trustee, acting in accordance with the terms and conditions of the aforesaid Agreement and Lease, and the Company, have caused these presents to be duly executed, as of the 15th day of January, 1990.

ATTEST:

Assistant Corporate Trust

Officer .

MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY as Trustee,

Vice Président

ATTEST:

Assistant Secretary

SOO LINE RAILROAD COMPANY

James A. Lee

Senior Vice President and Chief Financial Officer STATE OF MARYLAND

ss.

COUNTY OF BALTIMORE)

On this personally appeared when the personally known, who, being by me duly sworn, says that he is a Vice President of Mercantile-Safe Deposit and Trust Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Notary Public

7/1/90

STATE OF MINNESOTA

SS.

COUNTY OF HENNEPIN

on this day of the large of the personally appeared James A. Lee, to me personally known, who, being by me duly sworn, says that he is Senior Vice President and Chief Financial Officer of Soo Line Railroad Company, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

RUTH D. NELSON

NOTARY PUBLIC — MINNESOTA

HENNEPIN COUNTY

My Commission Expires Dec. 9, 1991

Notary Public

### OFFICE OF THE SECRETARY

Jean L. Findorff
Soc Line Railroad Co.
Soc Line Building
Box 530
Minneapolis, Minnesota 55440

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 1/17/90 at  $12.25 \,\mathrm{pm}$ , and assigned recordation number(s). 10330-B.11496-D & 12980-A

Sincerely yours,

Noreta R. McGee Secretary

Enclosure(s)